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**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

ASTRAZENECA LP and ASTRAZENECA AB,

Plaintiffs,

v.

BREATH LIMITED,

Defendant.

)
)
)
) Consolidated Civil Action No. 08 CV 1512
) (RMB)(AMD)
)
)

ASTRAZENECA LP and ASTRAZENECA AB,

Plaintiffs,

v.

APOTEX, INC. and APOTEX CORP.,

Defendants.

DECLARATION OF JAMES P. PEEL

I, James P. Peel, declare as follows:

1. I make this declaration in support of AstraZeneca LP's and AstraZeneca AB's ("AstraZeneca's") opposition to Apotex, Inc. and Apotex Corp.'s ("Apotex's") motion to compel the production of certain documents identified on AstraZeneca's log of privileged documents.

2. I am an attorney practicing intellectual property law at the law firm of Barker Brettell LLP, where I have been a partner since 2007. I am head of Barker Brettell's patents team in its London office. I am a qualified European Patent Attorney, entitled to practice before the European Patent Office ("EPO"). I am also a Registered U.K. Patent Attorney and a Fellow of the Chartered Institute of Patent Attorneys in the United Kingdom. I received a Certificate of Intellectual Property law from Queen Mary and Westfield College, London, in March 1993 which qualified me to be an Associate member of the Chartered Institute of Patent Attorneys,

3. In my capacity as an attorney, I have worked in the past for many corporate clients, including Astra Aktiebolag ("Astra"), AstraZeneca AB's predecessor company. Neither Astra nor AstraZeneca is a current client. My past working relationship with Astra does not affect my statements in this declaration.

4. I was employed as an in-house Patent Attorney to Astra from approximately August, 1996 through March, 1998. I worked at Astra's offices in Sodertalje, Sweden, and visited Astra's offices in Lund, Sweden frequently. In October 1997, I became qualified as a European Patent Attorney. During the time that the documents at issue were

prepared, I was a student member of the Chartered Institute of Patent Attorneys in the United Kingdom.

5. While at Astra, I worked under the direct supervision and direction of Mr. Christopher Craig, who was a legal consultant to AstraZeneca with the title of “Patent Specialist.” Mr. Craig was at that time a qualified European Patent Attorney and a Registered U.K. Patent Attorney.

6. My responsibilities at Astra included drafting, filing and prosecuting patent applications in countries around the world. In this regard, I generally followed Astra’s practice of filing an original application in one country, *e.g.*, Sweden, and then a subsequent application in accordance with the Patent Cooperation Treaty (“PCT”). I would then file the PCT application in other designated countries pursuant to the procedures set forth in the PCT. I followed this practice with respect to the Swedish application that led to U.S. Patent No. 7,524,834 (‘834 patent), which I understand to be one of the patents in suit in the present litigation.

7. I filed the original application in the ‘834 patent family in the Swedish Patent Office on November 14, 1997. That application was assigned Swedish Patent Application No. SE/9704186 (“the Swedish application”). I drafted the Swedish application under the supervision of Mr. Craig. At the time I drafted the Swedish application, I understood that Astra intended to file subsequent patent applications in numerous countries, including the United States, directed to the inventions disclosed in that application. Indeed, Astra designated the United States in a PCT application, through which the ‘834 patent claims priority to the Swedish application.

8. On November 11, 1998, an international application claiming priority to the Swedish application was filed in accordance with the PCT and assigned International Application No. PCT/SE98/02039 ("the PCT application"). The PCT application designated the United States as one of the countries in which the application would be filed. The '834 issued from an application that claims priority to the Swedish Application and the PCT application.

9. I do not recall whether I was involved in drafting the PCT application. However, I believe drafting of the PCT application was performed either by me or Mr. Craig. Mr. Craig, under whose supervision I drafted the Swedish Application, took over my responsibilities for the PCT application when I left Astra at the end of March, 1998. Moreover, drafts of the PCT application (Document Nos. 173-176, 187 and 194) include my initials ("JPP") or those of Mr. Craig ("CCR").¹

10. In preparing the Swedish Application I worked with the inventors, communicating to them and others at Astra my legal advice concerning patent strategy, including the scope and patentability of the inventions disclosed and claimed in the application. Mr. Craig and I communicated such legal advice to the inventors and others at Astra in connection with the PCT application.

11. I understand that Apotex has filed a motion to compel AstraZeneca to produce certain documents listed on AstraZeneca's log of privileged documents. I have reviewed documents at issue, which are identified as Document Numbers 6, 8-13, 19-26, 30-32,

¹ Mr. Craig's and my initials at the bottom of Document No. 187 are obscured from view, but the text of this document appears to be the same as that of Document Nos. 173-176 and 194, which include our initials. It is, therefore, apparent to me that Mr. Craig's and my initials would appear on the original version of Document No. 187.

118-119, 127-133, 149-153, 173-176, 187, 194 and 248 on AstraZeneca's privilege log.² The documents include: (1) drafts of the Swedish application that I prepared (Document Nos. 6, 8, 10, 12, 13, 23 and 30-32);³ (2) correspondence among myself, the inventors and other Astra employees regarding the patentability and preparation of the Swedish application (Document Nos. 9, 11, 19-22, 24-26, 118, and 127-132); (3) drafts of the PCT application prepared by myself or Mr. Craig (Document Nos. 173-176, 187, and 194); and (4) correspondence among myself, the inventors and other Astra employees regarding the patentability and preparation of the PCT application (Document Nos. 149-153 and, 248).

12. These documents contain confidential requests for legal advice and legal advice I or Mr. Craig provided to Astra regarding the patentability of its inventions and the preparation of its patent applications. For example, certain of the documents are drafts of the Swedish application that reflect my legal advice, or drafts of the PCT application reflecting the legal advice of myself or Mr. Craig, concerning the type of information that should be included in the applications. Other of the documents are confidential correspondence between Astra employees, including inventors, and myself containing legal advice I provided on issues of patentability and preparation of the applications.

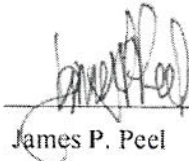
² I understand that Document Number 248 is listed as having a date of "11/3/1998" on AstraZeneca's privilege log. The correct date of this document, which is an email I authored while at Astra, is March 11, 1998, because the "11/3/1998" date that appears on the document is written in European date format.

³ In addition to a draft Swedish patent application, Document Number 13 includes correspondence between an inventor, Mr. Cheryl Larrivee-Elkins and an individual in Astra's patent department.

* * *

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: August 20, 2010


James P. Peel